

FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company:**

Berkley Renewables Inc.
900 – 570 Granville Street
Vancouver, BC V6C 3P1

2. **Date of Material Change:**

July 4, 2022

3. **Press Release:**

A News Release dated and issued on July 4, 2022 at Vancouver, BC, through Executive Business Services and SEDAR.

4. **Summary of Material Change:**

Berkley Announces Change of Auditor

5. **Full Description of Material Change:**

See news release, a copy of which is attached hereto

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Matt Wayrynen, President and CEO
Telephone: (604) 682-3701

9. **Date of Report:**

July 4, 2022



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July 4, 2022

Trading Symbols: **BKS**: CSE
Frankfurt/Berlin: **WKN 871666**

Berkley Announces Change of Auditor

Vancouver, BC, Canada, July 4, 2022 – Berkley Renewables Inc. (CSE: BKS) (the “**Company**” or “**Berkley**”) announces that it has changed auditors from Charleton & Company (“**Former Auditor**”) to Mao & Ying LLP (“**Successor Auditor**”) effective June 20, 2022. At the request of the Company, the Former Auditor resigned as the auditor of the Company effective June 20, 2022 and the Board of Directors appointed the Successor Auditor as the Company’s auditor effective June 20, 2022, until the next Annual General Meeting of the Company.

The resignation of the Former Auditor and the appointment of the Successor Auditor have been approved by the Company’s Audit Committee and Board of Directors. The Company will ask the shareholders of the Company to ratify the appointment of Mao & Ying LLP at the next annual general meeting of the shareholders of the Company.

There have been no modified opinions in the Former Auditor’s reports in connection with the audits of the Company’s two most recently completed fiscal years.

There are no reportable events, including disagreements, consultations or unresolved issues, as such terms are defined in NI 51-102. In accordance with NI 51-102, the Notice of Change of Auditor, together with the required letters from the Former Auditor and Successor Auditor, have been reviewed by the board of directors of the Company and filed on SEDAR.

About Berkley Renewables

Berkley Renewables Inc. is a growth-oriented oil and gas issuer also pursuing renewable energy opportunities, primarily in the solar energy sector. For more information, please contact Matt Wayrynen: 604.682.3701 or info@berkleyrenewables.com. Other information available at www.berkleyrenewables.com.

ON BEHALF OF THE BOARD

“Matt Wayrynen”

Matt Wayrynen
President and Chief Executive Officer

The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release. This release may contain statements that are considered as forward-looking statements and are subject to various risks and uncertainties concerning the specific factors disclosed under the heading “Risk Factors” and elsewhere in the Company’s periodic filings with Canadian securities regulators. Such information contained herein represents management’s best judgment as of the date hereof based on information currently available. The Company does not assume the obligation to update any forward-looking statement.